



Form GSOP 1-PIN (04/98)

STATE OF CALIFORNIA
Department of General Services - Office of Procurement

PURCHASE ORDER

Page 1

Purchase Order No. Rev. Date
62304 2/ 3/2009

| | | | | |
|----------------|------------------|--------------------------|-------------------|---------------|
| Supplier No. | Solicitation No. | Delivery Date | FOB Point | Invoice Terms |
| 812166 | 57238 | As Specified | Destination | N45 |
| Agency Billing | | Agency Purchase Estimate | Purchase Estimate | Revision |
| 82820 | | 80041 | 67385 | 1 |
| Agency Contact | | Phone | Date Received | |
| PAMELA JOHNSON | | 916-327-4491 | | |

ESRI INC
380 NEW YORK STREET
REDLANDS, CA 92373
Attn: TOM LUTZ X3942S DEPT OF TOXIC SUBSTANCES
h T CONTROL
i o 1001 I STREET, ROOM 103
p SACRAMENTO, CA 95814
Attn: KATHY HALLETT OEIMC TOXIC SUBSTANCES T-01
h ACCOUNTING (INDEX 8300)
a T PO BOX 806
r o SACRAMENTO CA 95812-0806
g e

Phone: 888-377-4575

| Item No. | Quantity | Unit | Commodity Code | Description | Unit Price | Extension |
|----------|----------|------|----------------|-------------|------------|-----------|
|----------|----------|------|----------------|-------------|------------|-----------|

TERMS AND CONDITIONS:

THE ATTACHED STATEMENT OF WORK CONSISTING OF TWO (2) PAGES IS PART OF THIS AGREEMENT.

ALL TERMS AND CONDITIONS OF CMAS 3-01-70-1444A APPLY TO THIS PURCHASE ORDER.

| | | | | | | |
|---|---|----|-----------------|---------------------------------------------------------------------------------------------------------------------------------|------------|----------|
| 1 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC INFO FLOATING PRIMARY MAINTENANCE GIS0001MP AG AI CU PRIM - ANNUAL | 2,528.0000 | 2,528.00 |
| 2 | 7 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC INFO FLOATING SECONDARY MAINTENANCE GIS0001MS AG AI CU SECONDARY | 1,245.0000 | 8,715.00 |
| 3 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC EDITOR CONCURRENT USE PRIMARY MAINTENANCE GIS0001MP AG AE CU PRIM - ANNUAL | 1,556.0000 | 1,556.00 |
| 4 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC EDITOR CONCURRENT USE SECONDARY MAINTENANCE GIS0001MS AG AE CU SECONDARY - ANNUAL | 1,245.0000 | 1,245.00 |
| 5 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARCVIEW CONCURRENT USE - PRIMARY MAINT. GIS0200MP AG AV CU PRIMARY - ANNUAL | 726.0000 | 726.00 |

Sales and/or use tax to be extra unless noted above

| | | |
|--------------------------------|--------------|------------|
| Buyer | Phone | BOC Number |
| Marty Zubeidi MARTY ZUBEIDI | 916-375-4435 | |

STATE OF CALIFORNIA

Department of General Services - Office of Procurement

PURCHASE ORDER CONTINUATION

Form GSOP 2-PIN (04/98)

Page 2

| Purchase Order No. | Revision | Date | Supplier No. | Supplier Name |
|--------------------|----------|----------|--------------|---------------|
| 62304 | | 2/3/2009 | 812166 | ESRI INC |

| Item No. | Quantity | Unit | Commodity Code | Description | Unit Price | Extension |
|----------|----------|------|-----------------|----------------------------------------------------------------------------------------------------------------------------------------------|------------|-----------|
| 6 | 4 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARCVIEW CONCURRENT USE - SECONDARY MAINTENANCE GIS0200MS AG AV CU SECONDARY - ANNUAL | 519.0000 | 2,076.00 |
| 7 | 2 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC GIS SPATIAL ANALYST CU PRIMARY MAINT. GIS0400MP AG SA - PRIMARY - ANNUAL | 519.0000 | 1,038.00 |
| 8 | 7 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC GIS SPATIAL ANALYST CU SECONDARY MAINT. GIS0400MS AG SA CU SECONDARY - ANNUAL | 207.0000 | 1,449.00 |
| 9 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC GIS 3D ANALYST CU PRIMARY MAINTENANCE GIS0300MP AG 3D ANALYST PRIMARY-ANNUAL | 519.0000 | 519.00 |
| 10 | 5 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC GIS 3D ANALYST CONCURRENT USE - SECONDARY MAINTENANCE - GIS0300MS AG 3D SECONDARY - ANNUAL | 207.0000 | 1,035.00 |
| 11 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC GIS GEOSTATISTICAL CONCURRENT USE PRIMARY MAINTENANCE - GIS0500MS AG GA CU PRIMARY - ANNUAL | 519.0000 | 519.00 |
| 12 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC GIS PUBLISHER CONCURRENT USE - PRIMARY MAINTENANCE - GIS0800MP AG PUB CU PRIMARY ANNUAL | 519.0000 | 519.00 |
| 13 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC VIEW W/EXTENSION SINGLE USE PRIMARY MAINT. GIS0206MP AV SU PRIMARY - ANNUAL | 1,037.0000 | 1,037.00 |
| 14 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC VIEW SINGLE USE SECONDARY MAINTENANCE GIS0205MS AG AV SU SECONDARY - ANNUAL | 276.0000 | 276.00 |
| 15 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC GIS SERVER AGGREGATED MIGRATED MAINTENANCE BUNDLE | 4,592.0000 | 4,592.00 |
| 16 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARC GIS SERVER STD. ENTERPRISE ANNUAL MAINT. UP TO 4 CORES MIGRATED MAINT. | 0.0000 | 0.00 |
| 17 | 1 | EA | 7090-000-0007-4 | SOFTWARE MAINTENANCE (AS DESCRIBED) ARCGIS SERVER BASIC ENTERPRISE ANNUAL MAINT. UP TO 4 CORES MIGRATED MAINT. | 0.0000 | 0.00 |

Department of General Services - Office of Procurement

Form GSOP 2-PIN (04/98)

Page 3 (Last)

| | | | | |
|---------------------------|-----------------|-------------|---------------------|----------------------|
| <i>Purchase Order No.</i> | <i>Revision</i> | <i>Date</i> | <i>Supplier No.</i> | <i>Supplier Name</i> |
| 62304 | | 2/ 3/2009 | 812166 | ESRI INC |

| Item No. | Quantity | Unit | Commodity Code | Description | Unit Price | Extension |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|------|----------------|-------------|------------|-----------------------------------|
| | | | | | | <div>Total Value: 27,830.00</div> |
| <p><u>FOB DESTINATION:</u></p> <p>For the purpose of this award, only FOB Destination will be accepted.</p> <p><u>CHANGE ORDERS:</u></p> <p>This Purchase Order may be amended, modified, or terminated at any time by mutual agreement of the parties in writing. Change orders amending, modifying or terminating the Purchase Order, including any modifications of the compensation payable, may be issued only by the State Procurement Officer. All such change orders shall be in writing and issued only upon written concurrence of the supplier. Termination, as that term is used in this section, does not include termination for default of the supplier.</p> <p><u>STATE CONTRACTS AND PROCUREMENT REGISTRATION:</u></p> <p>This Purchase Order has been registered into the State Contracts and Procurement Registration System (https://www.scprs.dgs.ca.gov). The Registration Number is: 39600209356146</p> | | | | | | |

DEPARTMENT OF TOXIC SUBSTANCES CONTROL
OEIM

STATEMENT OF WORK

GIS Software Maintenance

This Statement of Work ("Agreement") reflects the services to be provided by ESRI, Inc., hereinafter referred to as the "Contractor," for the Department of Toxic Substances Control (DTSC) hereinafter referred to as the "State".

SCOPE

The Contractor will provide twelve (12) months of software support for the ArcGIS software owned by DTSC. Support will include the following services:

- Technical support (telephone and online).
- Software version upgrades.
- Patches and Fixes.
- Limited free attendance at the Annual International ESRI Users Conference.
- The State shall be notified by the Contractor of all patches and software upgrades mentioned above and such patches and version upgrades shall be distributed via electronic download as soon as they are publicly released.

PERIOD OF PERFORMANCE

The term of this Agreement will be effective the date the Purchase Order is signed, through 10/31/2009.

BILLING INFORMATION

The Contractor shall submit invoices (including the purchase order number) to the following address:

Department of Toxic Substances Control (DTSC)
P.O. Box 806
Sacramento, CA 95812-0806
Attn: Samantha Brown, Accounts Payable
Ph: (916) 324-1779

POINTS OF CONTACT

Contractor Primary Contact:

Tom Lutz, Customer Service Representative
380 New York Street
Redlands, CA 92373-8100
Ph: 909-793-2853 x3941
Fax: 909-793-4601
Email: tlutz@esri.com

State's Primary Contact:

Kathy Hallett
1001 I Street, 8th Floor
Sacramento, CA 95814
Ph: 916-324-3135
Fax: 916-324-3752
Email: khallett@dtsc.ca.gov

Please forward renewal notices to the attention of the State's Primary Contact.

TERMINATION:

The State shall have the right to terminate maintenance upon delivery of written notice at least thirty (30) calendar days prior to any scheduled renewal date.